



Signed and Filed: August 13, 2020

DENNIS MONTALI
U.S. Bankruptcy Judge

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UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
- ☐ Affects Pacific Gas and Electric Company
- ☒ Affects both Debtors

** All papers shall be filed in the Lead Case,
No. 19-30088 (DM).*

Bankruptcy Case
No. 19-30088 (DM)

Chapter 11
(Lead Case)
(Jointly Administered)

**ORDER GRANTING SECOND AND
THIRD INTERIM APPLICATIONS OF
LINCOLN PARTNERS ADVISORS
LLC FOR ALLOWANCE AND
PAYMENT OF COMPENSATION
AND REIMBURSEMENT OF
EXPENSES FOR THE PERIOD
JUNE 1, 2019 THROUGH
DECEMBER 31, 2019**

[Relates to Dkt. Nos.: 4724, 6313]

1 **THIS MATTER** came before the Court upon the second interim application (the “**Second**
2 **Interim Application**”) [Docket No. 4724] and third interim application (the “**Third Interim**
3 **Application**” and, together with the Second Interim Application, the “**Interim Applications**”)
4 [Docket No. 6313] of Lincoln Partners Advisors LLC (“**Lincoln**”), financial advisor to the Official
5 Committee of Tort Claimants (“**TCC**”), for allowance and payment of compensation in the amount
6 of \$4,667,068.25 and reimbursement of expenses in the amount of \$69,189.24 for the period June 1,
7 2019 through September 30, 2019 and allowance and payment of compensation in the amount of
8 \$4,584,633.02 and reimbursement of expenses in the amount of \$48,690.46 for the period
9 October 1, 2019 through December 31, 2019, on an interim basis, pursuant to sections 330(a) and
10 331 of title 11, United States Code (“**Bankruptcy Code**”), Rule 2016 of the Federal Rules of
11 Bankruptcy Procedure, (“**Bankruptcy Rules**”), Rule 2016-1 of the Local Bankruptcy Rules for the
12 Northern District of California (“**Local Rules**”), the Guidelines for Compensation and Expense
13 Reimbursement of Professionals and Trustees, promulgated pursuant to Local Rule 9029-1,
14 governing the narrative portion of fee applications, effective February 19, 2014 (“**Narrative**
15 **Guidelines**”), the U.S. Trustee Guidelines for Reviewing Applications for Compensation and
16 Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases,
17 effective November 1, 2013 (“**UST Guidelines**”), the Order Pursuant to 11 U.S.C. §§ 331 and
18 105(a) and Fed. R. Bankr. P. 2016 for Authority to Establish Procedures for Interim Compensation
19 and Reimbursement of Expenses of Professionals (“**Interim Compensation Order**”) (collectively,
20 the “**Guidelines**”), and the Amended Notice of Hearing on Interim Applications Allowing and
21 Authorizing Payment of Fees and Expenses of Multiple Fee Applicants Based Upon Compromises
22 with the Fee Examiner (the “**Notice**”) [Docket No. 8389].

23 Based upon the Court’s review and consideration of the Interim Applications, the
24 certification in support thereof, and the other records and pleadings filed in the above-captioned
25 chapter 11 cases,

26 **THE COURT HEREBY FINDS** that notice of and opportunity for a hearing on the Interim
27 Applications were duly given and that such notice was appropriate and sufficient; the relief
28 requested is in the best interests of the Debtors, their estates, creditors, shareholders and all parties

1 in interest; good cause exists for interim approval of the fees and expenses requested by Lincoln in
2 the Second Interim Application and Third Interim Application, pursuant to section 330 of the
3 Bankruptcy Code and Bankruptcy Rule 2016; and that the fees and expenses requested in the
4 Second Interim Application and Third Interim Application, as modified by Lincoln's agreement
5 with the Fee Examiner, are reasonable and have been earned.

6 **THE COURT FURTHER FINDS** that (i) as of the dates of the Second Interim Application
7 and Third Interim Application, Lincoln has been paid \$7,788,732.67 in fees and expenses; (ii) the
8 amount of fees and expenses initially requested by Lincoln in the Second Interim Application and
9 Third Interim Application was \$9,694,580.97; and (iii) the remaining balance due and owing to
10 Lincoln is **\$1,580,848.30**, attributable to a \$325,000.00 reduction agreed to by Lincoln, as reflected
11 in the Notice .

12 **THE COURT FURTHER FINDS** that in exchange for the reductions agreed to by
13 Lincoln, the Fee Examiner waives any further objection to the Second Interim Fee Application and
14 Third Interim Fee Application and preserves his right to object to Lincoln's final fee application,
15 and that Lincoln's agreement to the reductions is conditioned upon no further or additional
16 objections being asserted by the United States Trustee.

17 **THEREFORE, IT IS HEREBY ORDERED:**

18 1. The Second Interim Application and Third Interim Application are approved on an
19 interim basis as reflected herein:

20 2. As to the Second Interim Application, Lincoln is awarded interim fees and expenses
21 for the period June 1, 2019 through September 30, 2019 in a total amount of **\$4,736,257.49**,
22 consisting of \$4,667,068.25 in fees and \$69,189.24 in expenses, as agreed upon by Lincoln and the
23 Fee Examiner.

24 3. As to the Third Interim Application, Lincoln is awarded interim fees and expenses
25 for the period October 1, 2019 through December 31, 2019 in a total amount of **\$4,633,323.48**,
26 consisting of \$4,584,633.02 in fees and \$48,690.46 in expenses, as agreed upon by Lincoln and the
27 Fee Examiner.
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1 4. This order is effective immediately and no stay shall apply. As such, the Debtors
2 and Reorganized Debtors are authorized and directed to make immediate payment to Lincoln in the
3 total remaining amount of **\$1,580,848.30**.

4 5. The Court retains jurisdiction over any issues or disputes arising out of or relating
5 to this Order.

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8 ***** END OF ORDER *****
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